8120-08

TENNESSEE VALLEY AUTHORITY

[Meeting No. 14-04]

Sunshine Act Meeting

November 6, 2014

The TVA Board of Directors will hold a public meeting on November 6, 2014, at The Music City Center (Room 202AB&C), 201 Fifth Avenue South, Nashville, Tennessee. The public may comment on any agenda item or subject at a <u>public listening session</u> which begins at 9 a.m. (CT). Following the end of the public listening session, the meeting will be called to order to consider the agenda items listed below. On-site registration will be available until 15 minutes before the public listening session begins at 9 a.m. (CT). Preregistered speakers will address the Board first. TVA management will answer questions from the news media following the Board meeting.

Status: Open

Agenda

Chair's Welcome

Old Business

Approval of minutes of August 21, 2014, Board Meeting

New Business

| 1. | Report from President and CEO |
|----|---|
| 2. | Report of the Finance, Rates, and Portfolio Committee |
| | A. Financial Performance Update |
| | B. Section 13 Tax Equivalent Payments |
| | C. Generation Fleet Planning – Shawnee Fossil Plant Units 1 and 4 |
| 3. | Report of the People and Performance Committee |
| | A. Fiscal Year 2014 Performance and Compensation |
| | B. CEO Compensation for Fiscal Year 2015 |
| | C. Bylaws Revision – Gender Inclusion |
| 4. | Report of the Audit, Risk, and Regulation Committee |
| | |

A. Service Practice Standards

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B. Conflict of Interest Policy

5. Report of the Nuclear Oversight Committee

6. Report of the External Relations Committee

7. Recognition of Departing Directors

For more information: Please call TVA Media Relations at (865) 632-6000, Knoxville, Tennessee. People who plan to attend the meeting and have special needs should call (865) 632-6000. Anyone who wishes to comment on any of the agenda in writing may send their comments to: TVA Board of Directors, Board Agenda Comments, 400 West Summit Hill Drive, Knoxville, Tennessee 37902.

Dated: October 30, 2014.

Clifford L. Beach

Associate General Counsel

and Assistant Secretary

[FR Doc. 2014-26319 Filed 10/31/2014 at 4:15 pm; Publication Date: 11/04/2014]